

ARNOLD & PORTER KAYE SCHOLER LLP
250 West 55th Street
New York, New York 10019
Telephone: (212) 836-8000
Facsimile: (212) 836-8689

Special Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,¹

Debtors.

)
) **Chapter 11**
)
) **Case No. 19-23649 (RDD)**
)
) **(Jointly Administered)**
)

**THIRTY-SEVENTH MONTHLY FEE STATEMENT OF ARNOLD & PORTER
KAYE SCHOLER LLP FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM SEPTEMBER 1, 2022 THROUGH SEPTEMBER 30, 2022**

Name of Applicant	Arnold & Porter Kaye Scholer LLP
Applicant's Role in Case	Special Counsel to the Debtors
Date Order of Employment Signed	December 20, 2019
Period for Which Compensation and Reimbursement is Sought	September 1, 2022 through September 30, 2022

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF L.P. (0495), SVC Pharma L.P. (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

Summary of Total Fees and Expenses Requested	
Total Compensation Incurred	\$35,614.97 ²
Less 20% Holdback	\$7,122.99
Total Reimbursement Requested	\$0.00
Total Compensation and Reimbursement Requested in this Statement	\$28,491.98
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the *Order Authorizing the Retention and Employment of Arnold & Porter Kaye Scholer LLP as Special Counsel for the Debtors Nunc Pro Tunc to the Petition Date*, dated December 20, 2019 [Docket No. 691] (the “**Retention Order**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “**Interim Compensation Order**”), Arnold & Porter Kaye Scholer LLP (“**Arnold & Porter**”), special counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from September 1, 2022 Through September 30, 2022* (this

² This amount reflects a reduction in fees in the amount of \$9,170.10 on account of voluntary discounts on fees as described in the Application of Debtors for Authority to Retain and Employ Arnold & Porter Kaye Scholer LLP as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 593] (the “**Retention Application**”) and a further voluntary reduction of \$6,159.93 resulting in the total compensation amount of \$35,614.97 under this statement, after application of these discounts.

“**Fee Statement**”).³ By this Fee Statement, Arnold & Porter seeks (i) compensation in the amount of \$28,491.98 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Arnold & Porter incurred in connection with such services during the Fee Period (*i.e.*, \$35,614.97) and (ii) payment of \$0.00 for the actual, necessary expenses that Arnold & Porter incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by Arnold & Porter partners, counsel, associates, and paraprofessionals during the Fee Period with respect to each of the project categories Arnold & Porter established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Arnold & Porter incurred \$35,614.97 in fees during the Fee Period. Pursuant to this Fee Statement, Arnold & Porter seeks reimbursement for 80% of such fees, totaling \$28,491.98.

2. Attached hereto as **Exhibit B** is a chart of Arnold & Porter professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$866.58.⁴ The blended hourly billing rate of all paraprofessionals is \$340.36.⁵

3. A&P did not incur or disburse any expenses during the Fee Period.

³ The period from September 1, 2022, through and including September 30, 2022, is referred to herein as the “**Fee Period**.”

⁴ This blended hourly rate is for all Arnold & Porter attorney timekeepers who provided services during the Fee Period and takes into account the voluntary discount.

⁵ This blended rate is for all Arnold & Porter paraprofessionals who provided services during the Fee Period and takes into account the voluntary discount.

4. Attached hereto as **Exhibit C** are the time records of Arnold & Porter for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during the Fee Period.

Notice

5. Arnold & Porter will provide notice of this Fee Statement in accordance with the Interim Compensation Order. Arnold & Porter submits that no other or further notice be given.

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WHEREFORE, Arnold & Porter, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of \$28,491.98, which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Arnold & Porter incurred in connection with such services during the Fee Period (*i.e.*, \$35,614.97) and (ii) payment of \$0.00 for the actual, necessary expenses that Arnold & Porter incurred in connection with such services during the Fee Period.

Dated:

November 3, 2022

Respectfully submitted,

By: /s/ Rory Greiss

ARNOLD & PORTER KAYE SCHOLER LLP

Rory Greiss

250 West 55th Street

New York, New York 10019

rory.greiss@arnoldporter.com

-AND-

Rosa J. Evergreen

601 Massachusetts Ave, NW

Washington, DC 2001-3743

rosa.evergreen@arnoldporter.com

Special Counsel to the Debtors

Exhibit A

Fees by Project Category

Project Category	Total Hours	Total Fees
Commercial Contracts Advice	18.60	\$16,114.70
Regulatory Advice	4.50	\$3,085.31
Retention and Fee Applications	13.90	\$7,547.34
Project Kelp III	2.30	\$901.66
Government Contracts	13.40	\$7,965.96
Total¹	52.70	\$35,614.97

¹ This amount reflects a reduction in fees in the amount of \$9,170.10 on account of voluntary discounts as described in the Retention Application and the further voluntary reduction of \$6,159.93 for this Fee Period, resulting in a total reduction in fees in the combined amount of \$15,330.03 for this Fee Period.

Exhibit B

Professional and Paraprofessional Fees

Name of Professional Person	Position of the Applicant	Year of Obtaining License to Practice (if Applicable)	Hourly Billing Rate	Total Billed Hours	Total Compensation
Evergreen, Rosa J.	Partner	2005	1,150.00	4.90	\$5,635.00
Handwerker, Jeffrey L.	Partner	1995	1,255.00	2.90	\$3,639.50
Lindquist, Elizabeth F.	Partner	2010	1,170.00	4.50	\$5,265.00
Rothman, Eric	Partner	2008	1,040.00	6.50	\$6,760.00
Greiss, Rory	Sr. Counsel	1981	1,250.00	13.60	\$17,000.00
Elks, Danielle	Associate	2019	710.00	9.80	\$6,958.00
Krantz, Alexa D.	Associate	2021	630.00	0.50	\$315.00
Pettit, Thomas A.	Associate	2017	885.00	0.70	\$619.50
Zausner, Ethan	Associate	2017	885.00	1.90	\$1,681.50
Reddix, Darrell	Legal Assistant		435.00	6.90	\$3,001.50
Champagne, Louis	Docket Clerk		140.00	0.50	\$70.00
Total				52.70	\$50,945.00
Less 18% Discount and additional voluntary discount					(\$15,330.03)
Discounted Total					\$35,614.97
Less 20% Holdback					(\$7,122.99)
Total Amount Requested Herein					\$28,491.98

Exhibit C

Detailed Time Records and Expenses

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Stamford, CT 06901

November 3, 2022
Invoice # 30148849
EIN 53-0208605

Client/Matter # 1049218.00117

Commercial Contracts Advice

20170001233

For Legal Services Rendered through September 30, 2022	\$	21,154.50
Discount:		-3,807.81
Additional Discount:		<u>-1,231.99</u>
Fee Total		16,114.70
 Total Amount Due	 \$	 <u>16,114.70</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

Or Remit To: Arnold & Porter Kaye Scholer LLP
P.O. Box 719451
Philadelphia, PA 19171-9451

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November 3, 2022

Invoice # 30148849

(1049218.00117)**Commercial Contracts Advice****Legal Services:**

Name	Date	Hours	Narrative
Rory Greiss	09/01/22	1.70	Prepare for videoconference with Purdue team re: questions on existing agreements with university (.5); videoconference with Purdue team re: university requests for modifications and analysis of agreements (.9); review correspondence re: finalizing response letter in contract dispute matter (.3).
Alexa D. Krantz	09/01/22	0.50	Revise supply agreement.
Eric Rothman	09/06/22	1.20	Prepared revised draft contract dispute letter.
Rory Greiss	09/16/22	1.20	Review counterparty response to suggested language for supply agreement (.5); correspond with Purdue team with proposed response to counterparty (.7).
Rory Greiss	09/20/22	1.40	Draft language for open items in supply agreement (.8); correspondence with Purdue team re: language (.3); correspondence with counterparty with suggested revisions (.3).
Eric Rothman	09/26/22	1.10	Email correspondence with Purdue team re contract dispute matter.
Rory Greiss	09/27/22	0.50	Correspondence with A. Miner re: contract dispute.
Rory Greiss	09/28/22	0.70	Videoconference with A. Miner and E. Rothman re: contract dispute.
Eric Rothman	09/28/22	0.60	Meeting R. Greiss and A. Miner to discuss contract dispute matter.
Rory Greiss	09/29/22	3.00	Videoconference with Purdue team, E. Rothman and A. Miner re: analysis of contract dispute and possible response (.7); draft proposed response letter to counterparty (1.4); correspond with A. Miner and E. Rothman re same (.1); review proposed new language from counterparty on supply agreement (.4); review terms of licenses to counterparty for product being supplied under supply agreement (.4).
Eric Rothman	09/29/22	0.60	Teleconference with A. Miner and R. Greiss to discuss contract dispute matter.
Ethan Zausner	09/29/22	1.30	Review of license agreements (1.2); correspondence with Purdue team re: new language suggested by counterparty (.1).
Rory Greiss	09/30/22	2.50	Review comments from A. Miner and E. Rothman on response letter in contract dispute (.4); revise and finalize draft letter and send to Purdue team for review (.7); videoconference with E. Rothman and E. Zausner re: proposed language from counterparty on supply agreement (.5); review comments from Purdue team re same (.4); Correspondence with Purdue team re: thoughts on changes (.5).
Eric Rothman	09/30/22	1.70	TC with R. Greiss and E. Zausner to discuss Supply Agreement matters.
Ethan Zausner	09/30/22	0.60	Call with R. Greiss and E. Rothman re: contract language (.4); review of contract (.2).

November 3, 2022

Invoice # 30148849

Name	Date	Hours	Narrative
Total Hours		18.60	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Eric Rothman	5.20	1,040.00	5,408.00
Rory Greiss	11.00	1,250.00	13,750.00
Alexa D. Krantz	0.50	630.00	315.00
Ethan Zausner	1.90	885.00	1,681.50
TOTAL	18.60		21,154.50

Total Current Amount Due

\$16,114.70

Arnold & Porter

Purdue Pharma L.P.
Attn: Maria Barton
General Counsel
One Stamford Forum
Stamford, CT 06901

November 3, 2022
Invoice # 30148854
EIN 53-0208605

Client/Matter # 1049218.00118

Regulatory Advice
20170001134

20170001134

For Legal Services Rendered through September 30, 2022	\$	5,265.00
Discount:		-947.70
Additional Discount:		<u>-1,231.99</u>
Fee Total		3,085.31
Total Amount Due	\$	<u>3,085.31</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

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P.O. Box 719451
Philadelphia, PA 19171-9451

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November 3, 2022

Invoice # 30148854

(1049218.00118)
Regulatory Advice

Legal Services:

Name	Date	Hours	Narrative
Elizabeth F. Lindquist	09/22/22	0.50	Correspond with D. Elks regarding contract analysis.
Elizabeth F. Lindquist	09/28/22	1.60	Analyze disclosure obligations in commercial contracts potentially triggered by FDA 482 (1.4); correspond with D. Elks regarding same (.2).
Elizabeth F. Lindquist	09/29/22	1.10	Analyze disclosure obligations related to regulatory matters under commercial contracts (.8); discussed related issues with D. Elks (.3).
Elizabeth F. Lindquist	09/30/22	1.30	Correspond with D. Elks regarding commercial contract analysis (.5); analyze disclosure obligations under client's commercial contracts (.8).
Total Hours		4.50	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Elizabeth F. Lindquist	4.50	1,170.00	5,265.00
TOTAL	4.50		5,265.00

Total Current Amount Due

\$3,085.31

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Stamford, CT 06901

November 3, 2022
Invoice # 30148852
EIN 53-0208605

Client/Matter # 1049218.00148

Retention and Fee Applications

20190002705

For Legal Services Rendered through September 30, 2022	\$	10,706.50
Discount:		-1,927.17
Additional Discount:		<u>-1,231.99</u>
Fee Total		7,547.34
 Total Amount Due	 \$	 <u>7,547.34</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
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November 3, 2022

Invoice # 30148852

(1049218.00148)
Retention and Fee Applications**Legal Services:**

Name	Date	Hours	Narrative
Rosa J. Evergreen	09/02/22	0.40	Correspond with D. Feinstein and R. Greiss re retention (.1); review and revise declaration (.3).
Rosa J. Evergreen	09/12/22	0.50	Review supplemental conflict checks (.3); correspond with R. Greiss re fee application (.2).
Darrell B. Reddix	09/12/22	0.80	Prepare August Fee Statement.
Rosa J. Evergreen	09/13/22	1.30	Review retention materials (.2); draft supplemental declaration (.9); correspond with R. Greiss and D. Feinstein re same (.1); correspond with D. Reddix re monthly statement (.1).
Rory Greiss	09/14/22	0.80	Correspondence with A&P team re supplemental declaration (.3); review and comment on draft Supplemental Declaration (.5).
Rosa J. Evergreen	09/14/22	0.60	Correspond with D. Reddix re monthly statement (.1); correspond with D. Consla re retention (.1); correspond with R. Greiss and D. Feinstein re retention (.2); review and revise declaration (.2).
Rory Greiss	09/15/22	0.50	Review monthly statement (.3); correspondence with D. Reddix re: same (.2).
Rosa J. Evergreen	09/15/22	0.80	Call with D. Consla re supplemental affidavit (.1); correspond with R. Greiss re same (.1); review and draft same (.3); review monthly statement (.2); correspond with D. Reddix re same (.1).
Darrell B. Reddix	09/15/22	2.30	Prepare August Fee Statement.
Rosa J. Evergreen	09/16/22	0.40	Review K. Fine correspondence re interim fee application (.1); correspond with D. Reddix re same (.1); review monthly statement (.2).
Darrell B. Reddix	09/16/22	0.20	Prepare August Fee Statement.
Rory Greiss	09/19/22	0.30	Correspondence with R. Evergreen and DPW re: supplemental declaration (.3).
Rosa J. Evergreen	09/19/22	0.20	Correspond with R. Greiss re retention (.1); correspond with D. Consla re same (.1).
Rosa J. Evergreen	09/20/22	0.20	Review and revise declaration (.1); correspond with R. Greiss re same (.1).
Darrell B. Reddix	09/20/22	1.20	Prepare August Fee Statement.
Rosa J. Evergreen	09/27/22	0.10	Correspond with D. Reddix re monthly statement.
Rosa J. Evergreen	09/28/22	0.10	Correspond with R. Greiss re monthly statement.
Rosa J. Evergreen	09/30/22	0.30	Review monthly statement (.2); correspond with D. Reddix re same (.1).
Darrell B. Reddix	09/30/22	2.40	Prepare August Fee Statement (2.0); finalize and serve same (.4).
Louis Champagne	09/30/22	0.50	Review and file document electronically with the USBC - SDNY Court.
Total Hours		13.90	

November 3, 2022

Invoice # 30148852

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Rosa J. Evergreen	4.90	1,150.00	5,635.00
Rory Greiss	1.60	1,250.00	2,000.00
Louis Champagne	0.50	140.00	70.00
Darrell B. Reddix	6.90	435.00	3,001.50
TOTAL	13.90		10,706.50

Total Current Amount Due

\$7,547.34

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
Purdue Pharma L.P.
One Stamford Forum
Stamford, CT 06901

November 3, 2022
Invoice # 30148855
EIN 53-0208605

Client/Matter # 1049218.00151

Project Kelp III

20200002984

For Legal Services Rendered through September 30, 2022	\$	2,602.00
Discount:		-468.36
Additional Discount:		<u>-1,231.98</u>
Fee Total		901.66
Total Amount Due	\$	<u>901.66</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
ABA Number:	121000248 (ACH and wires)
Swift Code:	WFBIUS6S

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November 3, 2022

Invoice # 30148855

(1049218.00151)
Project Kelp III

Legal Services:

Name	Date	Hours	Narrative
Rory Greiss	09/30/22	1.00	Review Supply agreement (.5); correspondence with E. Rothman re: same (.3); correspondence with Purdue team re: same (.2).
Eric Rothman	09/30/22	1.30	Correspond with Purdue team providing contractual analysis re:Project Kelp.
Total Hours		2.30	

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Eric Rothman	1.30	1,040.00	1,352.00
Rory Greiss	1.00	1,250.00	1,250.00
TOTAL	2.30		2,602.00

Total Current Amount Due

\$901.66

Arnold & Porter

Purdue Pharma L.P.
Attn: Roxana Aleali
Associate General Counsel
One Stamford Forum
Dept. VN: 1008442
Stamford, CT 06901-3431

November 3, 2022
Invoice # 30148850
EIN 53-0208605

Client/Matter # 1049218.00155

Government Contracts

20210003110

For Legal Services Rendered through September 30, 2022	11,217.00
Discount:	-2,019.06
Additional Discount:	<u>-1,231.98</u>
Fee Total	7,965.96
Total Amount Due	\$ <u>7,965.96</u>

Wire Transfer Instructions:

Account Name:	Arnold & Porter Kaye Scholer LLP
Bank Info:	Wells Fargo Bank NA 420 Montgomery Street San Francisco, CA 94104
Account Number:	4127865475
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November 3, 2022

Invoice # 30148850

(1049218.00155)
Government Contracts**Legal Services:**

Name	Date	Hours	Narrative
Jeffrey L. Handwerker	09/07/22	0.30	Call with Purdue team re: novation matter.
Jeffrey L. Handwerker	09/16/22	0.80	Call with Purdue team re: VA matters (.6); review correspondence from agency re: same (.2).
Jeffrey L. Handwerker	09/19/22	1.00	Call with A&P team regarding regulatory matter (.3); review contract (.4); call with Purdue team regarding same (.3).
Thomas A. Pettit	09/19/22	0.30	Teleconference with client and J. Handwerker regarding contract notice obligations.
Jeffrey L. Handwerker	09/20/22	0.80	Review materials from A&P team re: market access review (.5); review novation questions and comment re: same (.3).
Danielle Elks	09/21/22	2.20	Review relevant background materials related to regulatory matter (1.1); review contract related to same (.6), correspond with Purdue team and J. Handwerker re same (.5).
Danielle Elks	09/22/22	0.10	Correspond with Purdue team re contract review related to client's receipt of Form 483.
Thomas A. Pettit	09/23/22	0.40	Correspond with J. Handwerker regulatory matter.
Danielle Elks	09/27/22	0.10	Correspond with Purdue team re contract review related to regulatory matter.
Danielle Elks	09/28/22	0.40	Correspondence with Purdue team re contract review related to regulatory matter.
Danielle Elks	09/29/22	4.10	Review, analyze client's relevant contracts in relation to regulatory matter (3.6); correspond with Purdue team re same (.5).
Danielle Elks	09/30/22	2.90	Review, analyze client's relevant contracts in relation to regulatory matter.
Total Hours		13.40	

November 3, 2022

Invoice # 30148850

Legal Services-Attorney Summary

Timekeeper	Hours	Rate	Value
Partner			
Jeffrey L. Handwerker	2.90	1,255.00	3,639.50
Subtotal:	2.90		3,639.50
Associate			
Danielle Elks	9.80	710.00	6,958.00
Thomas A. Pettit	0.70	885.00	619.50
Subtotal:	10.50		7,577.50
TOTAL	13.40		11,217.00

Total Current Amount Due

\$7,965.96